

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-K/A

AMENDMENT NO. 1

- ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934  
FOR THE FISCAL YEAR ENDED DECEMBER 31, 2000  
OR  
 TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 1-3610

ALCOA INC.

(Exact name of registrant as specified in its charter)

Pennsylvania 25-0317820  
(State of incorporation) (I.R.S. Employer Identification No.)

201 Isabella Street, Pittsburgh, Pennsylvania 15212-5858  
(Address of principal executive offices) (Zip code)

Registrant's telephone numbers:

Investor Relations------(212) 836-2674  
Office of the Secretary------(412) 553-4707

Securities registered pursuant to Section 12(b) of the Act:

Title of each class -----	Name of each exchange on which registered -----
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Common Stock, par value \$1.00	New York Stock Exchange
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Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements

for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

As of January 22, 2001 there were 866,339,457 shares of common stock, par value \$1.00, of the registrant outstanding. The aggregate market value of such shares, other than shares held by persons who may be deemed affiliates of the registrant, was approximately \$29.05 billion.

Documents incorporated by reference.

Parts I and II of this Form 10-K incorporate by reference certain information from the registrant's 2000 Annual Report to Shareholders (Annual Report). Part III of this Form 10-K incorporates by reference the registrant's Proxy Statement dated February 22, 2001, except for the performance graph, Compensation Committee Report, Audit Committee Report and Audit Committee Charter.

#### EXPLANATORY NOTE

The original Annual Report on Form 10-K filed on March 2, 2001 incorrectly reported the aggregate market value of the shares of common stock of the registrant outstanding as of January 22, 2001, other than shares held by persons who may be deemed affiliates of the registrant, as approximately \$2.905 billion. This Amendment to Form 10-K is being filed to report that value as approximately \$29.05 billion.

SIGNATURE

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Amendment No.1 to Form 10-K to be signed on its behalf by the undersigned, thereunto duly authorized.

ALCOA INC.

March 6, 2001

By /s/Timothy S. Mock

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Timothy S. Mock  
Vice President and Controller  
(Also signing as Principal  
Accounting Officer)